

**EXHIBIT B**

**Ballot – Class 3**

**Priority Wage Claims**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
S-TRAN HOLDINGS, INC., et al.,<sup>1</sup> )  
Debtors. ) Case No. 05-11391 (KJC)  
) (Jointly Administered)  
)

CLASS 3 BALLOT (PRIORITY WAGE CLAIMS)

for

Accepting or Rejecting the First Amended Plan of Liquidation of S-Tran Holdings, Inc., *et al.*,  
Under Chapter 11 of the Bankruptcy Code (Dated \_\_\_\_\_, 2008) (the "Plan")

**Step 1. Amount of Claim.** The undersigned holds a Class 3 Claim (Priority Wage Claims) against the above-referenced debtor in the unpaid amount of \$ \_\_\_\_\_.

**Step 2. Voting.** With respect to the Plan, and my Class 3 Claim, the undersigned hereby votes to:

☐ ACCEPT the Plan

☐ REJECT the Plan

*You may check only one box in Step 2. If you do not check a box, your vote will not be counted. If you check both boxes, your vote will not be counted.*

**Step 3. Creditor Information and Signature.** By signing this ballot, the undersigned acknowledges that it has received a copy of the Plan and the First Amended Disclosure Statement in Support of First Amended Plan of Liquidation of S-Tran Holdings, Inc., et al., Under Chapter 11 of the Bankruptcy Code (Dated \_\_\_\_\_, 2008) (the "Disclosure Statement").

Date Completed: \_\_\_\_\_

\_\_\_\_\_  
Name of Holder of Class 3 Claim (Print or Type)

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Address (Print or Type)

\_\_\_\_\_  
Telephone number

\_\_\_\_\_  
Name and Title of Authorized Agent

**Step 4. Submission of Ballot.** You must return this ballot to the ballot tabulator at the following address so that it is received by no later than 4:00 p.m. Eastern Time on \_\_\_\_\_, 2008 ("Balloting Deadline"): (a) if by U.S. Mail, to: S-Tran Holdings, Inc., *et al.*, c/o The Garden City Group, Inc., P.O. Box 9000 #6318, Merrick, NY 11566-9000; (b) if by hand delivery or overnight courier to: S-Tran Holdings, Inc., *et al.*, c/o The Garden City Group, Inc., 105 Maxess Road, Melville, NY 11747. A pre-addressed envelope has been provided for your convenience.

<sup>1</sup>The Debtors are the following entities: S-Tran Holdings, Inc., a Delaware Corporation; Service Transport, Inc., a Tennessee Corporation; and Dixie Trucking Company, Inc., a North Carolina Corporation.

**VOTING INFORMATION AND ADDITIONAL INSTRUCTIONS**

**PLAN CONFIRMATION.** Enclosed is the First Amended Plan of Liquidation of S-Tran Holdings, Inc., *et al.*, Under Chapter 11 of the Bankruptcy Code (Dated \_\_\_\_\_, 2008) (the "Plan"), proposed by S-Tran Holdings, Inc., *et al.*, the debtors and debtors in possession in the above-captioned chapter 11 cases (the "Debtors"), and the First Amended Disclosure Statement in Support of First Amended Plan of Liquidation of S-Tran Holdings, Inc., *et al.*, Under Chapter 11 of the Bankruptcy Code (Dated \_\_\_\_\_, 2008) (the "Disclosure Statement"). The Bankruptcy Court may confirm the Plan if, among other things, it has been accepted by creditors holding claims totaling at least two-thirds in dollar amount and more than one-half in number of claims that actually voted in each class entitled to vote on the Plan. Even if all classes do not accept the Plan, the Bankruptcy Court may confirm the Plan if the treatment afforded the class or classes rejecting the Plan satisfies the Bankruptcy Code section 1129(b) standard for nonconsensual confirmation. **If the Bankruptcy Court confirms the Plan, it will be binding on you.**

**VOTING PROCEDURE.** If you hold a Class 3 Claim (Priority Wage Claims) under the Plan and wish to vote to accept or reject the Plan, you must complete this ballot and return it to the ballot tabulator by first class mail, overnight delivery, or hand delivery. When returning your ballot, please carefully follow the instructions set forth in STEP 4 on the reverse side.

**FOR YOUR VOTE TO BE COUNTED AS VOTING FOR OR AGAINST THE PLAN, YOU MUST FULLY COMPLETE THE BALLOT, INDICATE EITHER ACCEPTANCE OR REJECTION OF THE PLAN IN THE APPROPRIATE SPACE ON THE REVERSE SIDE, AND SIGN AND RETURN THIS BALLOT (A) IF BY U.S. MAIL, TO: S-TRAN HOLDINGS, INC., ET AL., C/O THE GARDEN CITY GROUP, INC., P.O. BOX 9000 #6318, MERRICK, NY 11566-9000; (B) IF BY HAND DELIVERY OR OVERNIGHT COURIER TO: S-TRAN HOLDINGS, INC., ET AL., C/O THE GARDEN CITY GROUP, INC., 105 MAXESS ROAD, MELVILLE, NY 11747, SO THAT IT IS RECEIVED NO LATER THAN 4:00 P.M. EASTERN TIME ON \_\_\_\_\_, 2008. BALLOTS RECEIVED LATE WILL NOT BE COUNTED, UNLESS OTHERWISE ORDERED BY THE COURT.**

Except as otherwise set forth in Step 2 on the reverse side, if a ballot is not completed in its entirety so that all the required information and signatures are provided, the ballot will not be counted unless the Bankruptcy Court orders otherwise. If you hold claims in more than one class under the Plan, you should receive a different ballot for each class in which you hold a claim. Each ballot may be used only for the class of claims indicated on the ballot. If more than one ballot is received from you for the same class, the latest ballot received prior to the Balloting Deadline will be counted, by reference first to the date of the ballots, and if either ballot is undated, by reference to the postmark or other indicia of the date of transmission.

**DISCLAIMER.** Before casting your vote, you should review the enclosed Plan and Disclosure Statement, which the Bankruptcy Court has approved for distribution. You may wish to seek legal or other advice concerning the Plan and the classification and treatment of your claim under the Plan. Your claim, if any, has been placed in Class 3 under the Plan. Please refer to the Plan and Disclosure Statement for further information. If you do not have a Plan and Disclosure Statement, you may obtain a copy from The Garden City Group, Inc., P.O. Box 9000 #6318, Merrick, NY 11566-9000, (631) 470-5000.

**BALLOT DOES NOT CONSTITUTE A CLAIM.** This ballot does not constitute a proof of claim, an amendment to a proof of claim, or a waiver of any bar date or deadline to file a proof of claim.

**NO ENCLOSURES.** Do not enclose any correspondence, securities, instruments, invoices, or other documents with this ballot.

**QUESTIONS.** If your ballot is damaged, if you need additional ballots, or if you have any questions about voting procedures, you should contact The Garden City Group, Inc., P.O. Box 9000 #6318, Merrick, NY 11566-9000, (631) 470-5000.